



MD1000001676

ACCOUNT NO. : 072100000032

REFERENCE : 242997 7103124

AUTHORIZATION :

Patricia Piguet

COST LIMIT : \$ 125.00

ORDER DATE : July 25, 2001

ORDER TIME : 9:46 AM

ORDER NO. : 242997-025

CUSTOMER NO: 7103124

800004500009--9

CUSTOMER: Ms. Wanda Lopez
Dow Lohnes & Albertson
1200 New Hampshire Avenue, N.w
Suite 800
Washington, DC 20036-6802

FOREIGN FILINGS

NAME: COX BUSINESS SERVICES, L.L.C.

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight -- EXT# 1156

EXAMINER: _____

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

01 JUL 26 AM 10:50

RECEIVED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 JUL 26 AM 11:43

APPROVED
AND
FILED

Handwritten signature

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. Cox Business Services, L.L.C. (Name of foreign limited liability company)

2. State of Delaware (Jurisdiction under the law of which foreign limited liability company is organized) 3. Pending (FEI number, if applicable)

4. June 27, 2001. (Date of Organization) 5. Perpetual (Duration: Year limited liability company will cease to exist or "perpetual")

6. Upon Qualification (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 1400 Lake Hearn Drive, Atlanta, Georgia 30319 (Street address of principal office)

8. If limited liability company is a manager-managed company, check here [x]

9. The name and usual business addresses of the managing members or managers are as follows:

See Attachment A

SECRETARY OF STATE TALLAHASSEE, FLORIDA

01 JUL 26 AM 11:43

APPROVED AND FILED

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: Cable systems operation.

Signature of a member or an authorized representative of a member. (In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.) Andrew A. Merdek

Typed or printed name of signee

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Cox Business Services, L.L.C.

2. The name and the Florida street address of the registered agent and office are:

Corporation Service Company
(Name)

1201 Hays Street
Florida street address (P.O. Box **NOT** ACCEPTABLE)

Tallahassee FL 32301
City/State/Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

Laura R. Dunlap
(Signature)

Laura R. Dunlap
as its agent

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 JUL 26 AM 11:43

APPROVED
AND
FILED

DIRECTORS AND OFFICERS
OF
COX BUSINESS SERVICES, L.L.C.

DIRECTORS

ADDRESS

Charles H. McElroy Director	1400 Lake Hearn Drive, Atlanta, Georgia 30319
Arthur N. Alderson Director	1400 Lake Hearn Drive, Atlanta, Georgia 30319
John P. Spalding Director	1400 Lake Hearn Drive, Atlanta, Georgia 30319

OFFICERS

ADDRESS

Charles H. McElroy President	1400 Lake Hearn Drive, Atlanta, Georgia 30319
Arthur N. Alderson Vice President	1400 Lake Hearn Drive, Atlanta, Georgia 30319
Debra C. Hoyt Vice President	1400 Lake Hearn Drive, Atlanta, Georgia 30319
Curtis F. Bull Vice President	1400 Lake Hearn Drive, Atlanta, Georgia 30319
Clayton W. LiaBraaten Vice President	1400 Lake Hearn Drive, Atlanta, Georgia 30319
Paul A. Golden Vice President	1400 Lake Hearn Drive, Atlanta, Georgia 30319
Colin B. Sillers Vice President	1400 Lake Hearn Drive, Atlanta, Georgia 30319
John C. Chesnutt, Jr. Vice President	1400 Lake Hearn Drive, Atlanta, Georgia 30319

01 JUL 26 AM 11:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

OFFICERS

ADDRESS

John T. Altamura
Vice President

1400 Lake Hearn Drive,
Atlanta, Georgia 30319

Mark P. Scott
Vice President

1400 Lake Hearn Drive,
Atlanta, Georgia 30319

Dana G. Coltrin
Vice President

1400 Lake Hearn Drive,
Atlanta, Georgia 30319

Olin Kropog
Vice President

1400 Lake Hearn Drive,
Atlanta, Georgia 30319

Mollie D. Andrews
Vice President

1400 Lake Hearn Drive,
Atlanta, Georgia 30319

Hyman H. Sukiennik
Vice President

1400 Lake Hearn Drive,
Atlanta, Georgia 30319

Robert Carter
Vice President

1400 Lake Hearn Drive,
Atlanta, Georgia 30319

Kenneth R. Hoefle
Vice President

1400 Lake Hearn Drive,
Atlanta, Georgia 30319

David W. Montierth
Vice President

1400 Lake Hearn Drive,
Atlanta, Georgia 30319

Scott M. Petre
Vice President

1400 Lake Hearn Drive,
Atlanta, Georgia 30319

Andrew A. Merdek
Secretary

1400 Lake Hearn Drive,
Atlanta, Georgia 30319

Susan W. Coker
Treasurer

1400 Lake Hearn Drive,
Atlanta, Georgia 30319

01 JUL 26 AM 11:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

Office of the Secretary of State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "COX BUSINESS SERVICES, L.L.C." IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FIFTH DAY OF JULY, A.D. 2001.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "COX BUSINESS SERVICES, L.L.C." WAS FORMED ON THE TWENTY-SEVENTH DAY OF JUNE, A.D. 2001.

APPROVED
AND
FILED

01 JUL 26 AM 11:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3408822 8300

AUTHENTICATION: 1262678

010361524

DATE: 07-25-01